

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION

DIGITAL MEDIA SOLUTIONS, LLC,	)	CASE NO. 1:19-cv-145
	)	
Plaintiff,	)	JUDGE DAN AARON POLSTER
	)	
v.	)	
	)	
SOUTH UNIVERSITY OF OHIO,	)	
LLC, <i>et. al.</i> ,	)	
	)	
Defendants.	)	

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MOTION OF MARK E. DOTTORE, RECEIVER FOR ENTRY OF ORDER  
CLARIFYING ORDER APPOINTING RECEIVER

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Mark E. Dottore, Receiver for South University of Ohio, LLC (“**South Ohio**”), Dream Center Education Holdings LLC (“**DCEH**”), Argosy Education Group LLC (“**Argosy**”) and AU Student Funding LLC (“**AUSF**”), among others, files this Motion, seeking to enter the attached Order Clarifying Order Appointing Receiver (the “**Clarifying Order**”) (attached as Exhibit A). The parties and Flagler Master Fund SPC, Ltd. (“**Flagler**”), a lender under that the Credit Agreement,<sup>1</sup> as a party in interest, have approved the Clarifying Order.

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<sup>1</sup> As used herein, the term “Credit Agreement” means that certain Senior Secured Credit and Guaranty Agreement, dated as of October 17, 2017, as amended by that certain Amendment No. 1 and Limited Forbearance Agreement dated as of August 31, 2018 and that certain Omnibus Amendment No. 2 to Credit Documents dated as of January 7, 2019, by and among Dream Center Education Holdings, LLC, Dream Center Argosy University of California, LLC, and Dream Center Education Management, LLC, as borrowers, certain subsidiaries of the borrowers, as guarantors, the lenders party thereto from time to time, and U.S. Bank National Association, as administrative agent and collateral agent, as the same may be amended, amended and restated, modified, supplemented, or otherwise modified from time to time.

The Receiver represents that he has been in negotiations with Flagler, who is represented by Morrison & Foerster LLP. Negotiations are continuing but the Clarifying Order eliminates possible ambiguity with regard to receivership priorities of payment, and removes AUSF from the Receivership Entities (as that term is used in the Order Appointing Receiver). AUSF has no cash at this time, and no liabilities. The removal is without prejudice for the Receiver to request inclusion at a later time, after notice and hearing. Flagler considered these issues time-sensitive. Flagler is expected to intervene in this proceeding with the consent of the Receiver.

WHEREFORE, the Receiver respectfully requests that the Court enter the Order Clarifying the Order Appointing Receiver as soon as practical.

Date: January 25, 2019

**WHITMER & EHRMAN LLC**

/s/ Mary K. Whitmer

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*Attorney for Mark E. Dottore, Receiver*

**CERTIFICATE OF SERVICE**

I hereby certify that on January 25, 2019, a copy of the foregoing *MOTION OF MARK E. DOTTORE, RECEIVER FOR ENTRY OF ORDER CLARIFYING ORDER APPOINTING RECEIVER* was filed electronically. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic mailing receipt. Parties may access this filing through the Court's system.

/s/ Mary K. Whitmer

Mary K. Whitmer (0018213)